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Debtors-in-Possession

In re:

C. WONDER LLC, *et al.*,¹

Debtors-in-Possession.

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY
HONORABLE MICHAEL B. KAPLAN
CASES NO. 15-11127

Chapter 11
(Joint Administration Pending)

**DECLARATION OF STEPHEN MAROTTA
IN SUPPORT OF DEBTORS' "FIRST DAY
MOTIONS"**

I, STEPHEN MAROTTA, hereby declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury:

1. On January 22, 2015 (the "**Filing Date**"), C. Wonder LLC, *et al.*, (the "**Debtors**") filed voluntary petitions for relief pursuant to Chapter 11 of the Bankruptcy Code. On the Filing Date, I submitted a Declaration in support of the Debtors' "First Day Motions."

2. After filing that Declaration, I became aware that the capital structure identified in the chart in Paragraph 6 was incorrect. As of the Filing Date, C. Wonder's members are as follows:

¹ The Debtors in these Chapter 11 cases are C. Wonder LLC; C. Wonder Gift Cards Inc.; C. Wonder Transport LLC; CW Holland LLC and CW International Holdings LLC.

<u>Member</u>	<u>Number and Class of Units Held</u>	<u>Percentage Interest</u>
J. Christopher Burch	8,000,000 Class A Units	70.66%
PRTN CW Holdings, LLC	619,047 Class A-1 Units	5.47%
GROWTHCO CW Holdings, LLC	619,048 Class A-1 Units	5.47%
JCBI II LLC	984,128 Class A-2 Units	8.69%
Access Industries Holdings LLC	158,730 Class A-2 Units	1.40%
Profits Interest Group	940,373 Class B Units	8.31%

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: January 23, 2015



STEPHEN MAROTTA